

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

CONNECTU LLC,

Plaintiff,

v.

MARK ZUCKERBERG, EDUARDO SAVERIN,
DUSTIN MOSKOVITZ, ANDREW MCCOLLUM,
CHRISTOPHER HUGHES, FACEBOOK, INC.,

Defendants.

MARK ZUCKERBERG and
FACEBOOK, INC.,

Counterclaimants,

v.

CONNECTU LLC,

Counterdefendant,

and

CAMERON WINKLEVOSS, TYLER
WINKLEVOSS, and DIVYA NARENDRA,

Additional Counterdefendants.

Civil Action No. 1:04-cv-11923 (DPW)

District Judge Douglas P. Woodlock

Magistrate Judge Robert B. Collings

**DECLARATION OF MEREDITH H. SCHOENFELD IN SUPPORT OF PLAINTIFF'S
OBJECTIONS TO REPORT AND RECOMMENDATION DATED MARCH 2, 2007**

I, Meredith H. Schoenfeld, declare as follows:

I am an attorney with the law firm of Finnegan, Henderson, Farabow, Garrett & Dunner, LLP, counsel for Plaintiff ConnectU LLC and Counterdefendants Cameron Winklevoss, Tyler Winklevoss, and Divya Narendra (collectively "ConnectU"). I make this Declaration in support of Plaintiff's Objections to Report and Recommendation Dated March 2, 2007. I am an active member in good standing of the Bars of the State of California and the District of Columbia and admitted *pro hac vice* in the instant action. I have personal knowledge of the facts stated herein and if called as a witness, could and would competently testify thereto.

1. Attached hereto as Exhibit 1 is a true and correct copy of Steven Rosenbush, *Facebook's on the Block*, Business Week Online (March 28, 2006),
http://www.businessweek.com/technology/content/mar2006/tc20060327_215976.htm.

2. Attached hereto as Exhibit 2 is a true and correct copy of Brian Sullivan and Jonathan Thaw, *Facebook Courted by Yahoo, Won't Sell, Director Says (Update3)*, Bloomberg.com (December 15, 2006),
http://www.bloomberg.com/apps/news?pid=newsarchive&sid=aqwoCAVu._zA.

3. Attached hereto as Exhibit 3 is a true and correct copy of applicable sections of the Delaware Limited Liability Company Act from 2004.

4. Attached hereto as Exhibit 4 is a true and correct copy of excerpts from the October 4, 2006 deposition of Ms. Maria Antonelli.

5. Exhibit 38 to Plaintiff's Objections to Report and Recommendation Dated March 2, 2007 is a true and correct copy of ConnectU LLC's Certification of Formation, which was Plaintiff's duly admitted Exhibit 38 from the October 24-25, 2006 Evidentiary Hearing.

6. Exhibit 40 to Plaintiff's Objections to Report and Recommendation Dated March 2, 2007 is a true and correct copy of ConnectU LLC's Application for Registration filed with the State of Connecticut on August 15, 2004 , which was Plaintiff's duly admitted Exhibit 40 from the October 24-25, 2006 Evidentiary Hearing.

7. Exhibit 41 to Plaintiff's Objections to Report and Recommendation Dated March 2, 2007 is a true and correct copy of ConnectU LLC's Application for Registration filed with the State of Connecticut on September 9, 2004 , which was Plaintiff's duly admitted Exhibit 41 from the October 24-25, 2006 Evidentiary Hearing.

8. Exhibit 42 to Plaintiff's Objections to Report and Recommendation Dated March 2, 2007 is a true and correct copy of ConnectU LLC's application for a Wachovia Checking Account, which was Plaintiff's duly admitted Exhibit 42 from the October 24-25, 2006 Evidentiary Hearing.

9. Exhibit 53 to Plaintiff's Objections to Report and Recommendation Dated March 2, 2007 is a true and correct copy of a record from The Company Corporation of the telephone call with Tyler Winklevoss, which was Plaintiff's duly admitted Exhibit 53 from the October 24-25, 2006 Evidentiary Hearing.

I declare under penalty of perjury under the laws of the United States of America that to the best of my knowledge the foregoing is true and correct. This Declaration is executed on the 16th day of March 2007.

/s/ Meredith H. Schoenfeld
Meredith H. Schoenfeld

CERTIFICATE OF SERVICE

I hereby certify that this document filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non-registered participants on March 16, 2007.

/s/ John F. Hornick
John F. Hornick